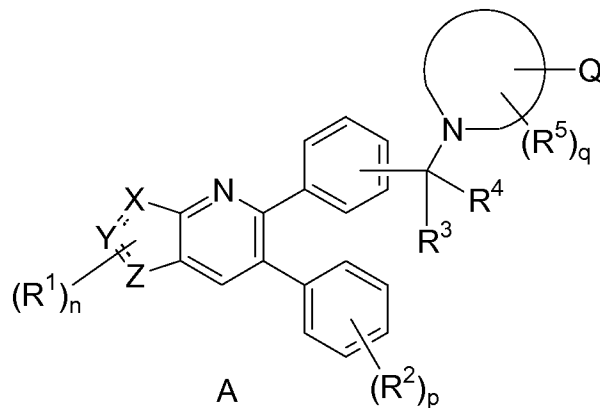


AMENDMENTS TO THE CLAIMS

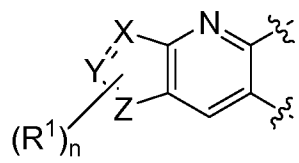
This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims

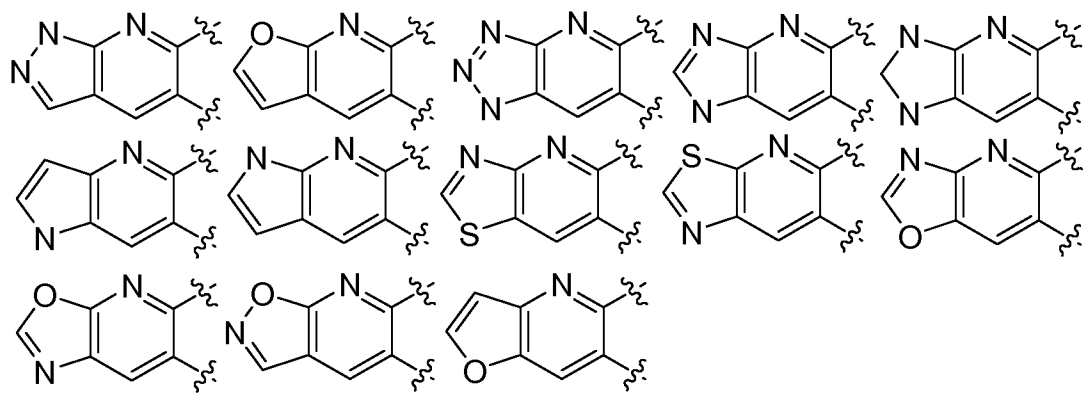
1. (currently amended) A compound of the Formula A:



wherein:



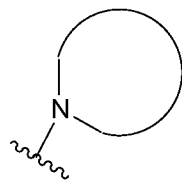
is selected from:



a is 0 or 1; b is 0 or 1; m is 0, 1 or 2; n is 0, 1, 2 or 3; p is 0, 1 or 2; q is 0, 1, 2 or 3; r is 0 or 1; s is 0 or 1; t is 2, 3, 4, 5 or 6;

~~X, Y and Z are independently selected from: C, N, S or O provided that at least one of X, Y or Z is N, S or O;~~

~~dashed line represents an optional double bond;~~



is heterocyclyl;

Q is selected from: $-NR^6R^7$, aryl and heterocyclyl, said aryl and heterocyclyl is optionally substituted with one to three R^Z ;

R^1 is independently selected from: 1) $(C=O)_aO_bC_1-C_{10}$ alkyl, 2) $(C=O)_aO_b$ aryl, 3) C_2-C_{10} alkenyl, 4) C_2-C_{10} alkynyl, 5) $(C=O)_aO_b$ heterocyclyl, 6) $(C=O)_aO_bC_3-C_8$ cycloalkyl, 7) CO_2H , 8) halo, 9) CN, 10) OH, 11) $O_bC_1-C_6$ perfluoroalkyl, 12) $O_a(C=O)_bNR^6R^7$, 13) $NR^c(C=O)NR^6R^7$, 14) $S(O)_mR^a$, 15) $S(O)_2NR^6R^7$, 16) $NR^cS(O)_mR^a$, 17) oxo, 18) CHO, 19) NO_2 , 20) $NR^c(C=O)O_bR^a$, 21) $O(C=O)O_bC_1-C_{10}$ alkyl, 22) $O(C=O)O_bC_3-C_8$ cycloalkyl, 23) $O(C=O)O_b$ aryl, 24) $O(C=O)O_b$ -heterocycle, 25) H, and 26) $O_a-P=O(OH)_2$, said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from R^Z ;

R^2 is independently selected from: 1) $(C=O)_aO_bC_1-C_{10}$ alkyl, 2) $(C=O)_aO_b$ aryl, 3) C_2-C_{10} alkenyl, 4) C_2-C_{10} alkynyl, 5) $(C=O)_aO_b$ heterocyclyl, 6) $(C=O)_aO_bC_3-C_8$ cycloalkyl, 7) CO_2H , 8) halo, 9) CN, 10) OH, 11) $O_bC_1-C_6$ perfluoroalkyl, 12) $O_a(C=O)_bNR^6R^7$, 13) $NR^c(C=O)NR^6R^7$, 14) $S(O)_mR^a$, 15) $S(O)_2NR^6R^7$, 16) $NR^cS(O)_mR^a$, 17) CHO, 18) NO_2 , 19) $NR^c(C=O)O_bR^a$, 20) $O(C=O)O_bC_1-C_{10}$ alkyl, 21) $O(C=O)O_bC_3-C_8$ cycloalkyl, 22) $O(C=O)O_b$ aryl, 23) $O(C=O)O_b$ -heterocycle, and 24) $O_a-P=O(OH)_2$, said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one, two or three substituents selected from R^Z ;

R^3 and R^4 are independently selected from: H, C_1-C_6 -alkyl and C_1-C_6 -perfluoroalkyl, or

R^3 and R^4 are combined to form $-(CH_2)_t-$ wherein one of the carbon atoms is optionally replaced by a moiety selected from O, $S(O)_m$, $-N(R^b)C(O)-$, and $-N(COR^a)-$;

R^5 is independently selected from: 1) $(C=O)_aO_bC_1-C_{10}$ alkyl, 2) $(C=O)_aO_b$ aryl, 3) C_2-C_{10} alkenyl, 4) C_2-C_{10} alkynyl, 5) $(C=O)_aO_b$ heterocyclyl, 6) $(C=O)_aO_bC_3-C_8$ cycloalkyl, 7) CO_2H , 8) halo, 9) CN, 10) OH, 11) $O_bC_1-C_6$ perfluoroalkyl, 12) $O_a(C=O)_bNR^6R^7$, 13) $NR^c(C=O)NR^6R^7$, 14) $S(O)_mR^a$, 15)

S(O)₂NR⁶R⁷, 16) NR^cS(O)_mR^a, 17) oxo, 18) CHO, 19) NO₂, 20) O(C=O)O_bC₁-C₁₀ alkyl, 21) O(C=O)O_bC₃-C₈ cycloalkyl, and 22) O_a-P=O(OH)₂, said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from R^Z;

R⁶ and R⁷ are independently selected from: 1) H, 2) (C=O)O_bR^a, 3) C₁-C₁₀ alkyl, 4) aryl, 5) C₂-C₁₀ alkenyl, 6) C₂-C₁₀ alkynyl, 7) heterocyclyl, 8) C₃-C₈ cycloalkyl, 9) SO₂R^a, 10) (C=O)NR^b, 11) OH, and 12) O_a-P=O(OH)₂, said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R^Z, or

R⁶ and R⁷ can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 4-7 members in each ring and optionally containing, in addition to the nitrogen, one or more additional heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from R^Z;

R^Z is selected from: 1) (C=O)_rO_s(C₁-C₁₀)alkyl, 2) O_r(C₁-C₃)perfluoroalkyl, 3) (C₀-C₆)alkylene-S(O)_mR^a, 4) oxo, 5) OH, 6) halo, 7) CN, 8) (C=O)_rO_s(C₂-C₁₀)alkenyl, 9) (C=O)_rO_s(C₂-C₁₀)alkynyl, 10) (C=O)_rO_s(C₃-C₆)cycloalkyl, 11) (C=O)_rO_s(C₀-C₆)alkylene-aryl, 12) (C=O)_rO_s(C₀-C₆)alkylene-heterocyclyl, 13) (C=O)_rO_s(C₀-C₆)alkylene-N(R^b)₂, 14) C(O)R^a, 15) (C₀-C₆)alkylene-CO₂R^a, 16) C(O)H, 17) (C₀-C₆)alkylene-CO₂H, 18) C(O)N(R^b)₂, 19) S(O)_mR^a, 20) S(O)₂N(R^b)₂, 21) NR^c(C=O)O_bR^a, 22) O(C=O)O_bC₁-C₁₀ alkyl, 23) O(C=O)O_bC₃-C₈ cycloalkyl, 24) O(C=O)O_baryl, 25) O(C=O)O_b-heterocycle, and 26) O_a-P=O(OH)₂, said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from R^b, OH, (C₁-C₆)alkoxy, halogen, CO₂H, CN, O(C=O)C₁-C₆ alkyl, oxo, N(R^b)₂ and O_a-P=O(OH)₂;

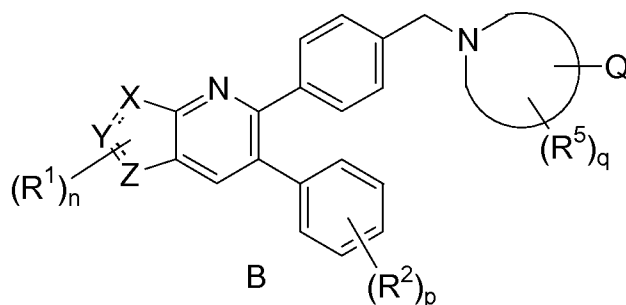
R^a is: substituted or unsubstituted (C₁-C₆)alkyl, substituted or unsubstituted (C₂-C₆)alkenyl, substituted or unsubstituted (C₂-C₆)alkynyl, substituted or unsubstituted (C₃-C₆)cycloalkyl, substituted or unsubstituted aryl, (C₁-C₆)perfluoroalkyl, 2,2,2-trifluoroethyl, or substituted or unsubstituted heterocyclyl; and

R^b is: H, (C₁-C₆)alkyl, substituted or unsubstituted aryl, substituted or unsubstituted benzyl, substituted or unsubstituted heterocyclyl, (C₃-C₆)cycloalkyl, (C=O)OC₁-C₆ alkyl, (C=O)C₁-C₆ alkyl or S(O)₂R^a;

R^c is selected from: 1) H, 2) C₁-C₁₀ alkyl, 3) aryl, 4) C₂-C₁₀ alkenyl, 5) C₂-C₁₀ alkynyl, 6) heterocyclyl, 7) C₃-C₈ cycloalkyl, and 8) C₁-C₆ perfluoroalkyl, said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R^Z, or

or a pharmaceutically acceptable salt or a stereoisomer thereof.

2. (original) The compound according to Claim 1 of the Formula B:

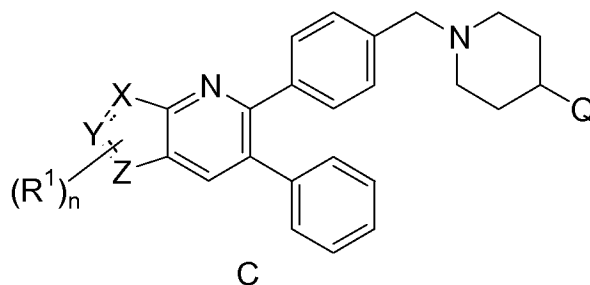


wherein:

R^2 is independently selected from: 1) C_1 - C_6 alkyl, 2) aryl, 3) heterocyclyl, 4) CO_2H , 5) halo, 6) CN , 7) OH , 8) $S(O)_2NR^6R^7$, and 9) $O_a-P=O(OH)_2$, said alkyl, aryl and heterocyclyl optionally substituted with one, two or three substituents selected from R^Z ;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

3. (original) The compound according to Claim 2 of the Formula C:



wherein:

Q is heterocyclyl, said heterocyclyl is optionally substituted with 1 to 3 R^Z ;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

4. (original) A compound which is selected from:

1- $\{1-[4-(3-amino-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl)benzyl]piperidin-4-yl\}$ -1,3-dihydro-2H-benzimidazol-2-one;

1- $\{1-[4-(3-amino-1-methyl-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl)benzyl]piperidin-4-yl\}$ -1,3-dihydro-2H-benzimidazol-2-one;

1-(1-{4-[3-amino-1-(2-morpholin-4-ylethyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl]benzyl}piperidin-4-yl)-1,3-dihydro-2H-benzimidazol-2-one;

1-(1-{4-[3-amino-1-(2-hydroxyethyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl]benzyl}piperidin-4-yl)-1,3-dihydro-2H-benzimidazol-2-one;

1-[1-(4-{3-amino-1-[2-(1H-imidazol-4-yl)ethyl]-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl}benzyl)piperidin-4-yl]-1,3-dihydro-2H-benzimidazol-2-one;

1-methyl-6-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-amine;

9-{1-[4-(3-amino-1-methyl-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl)benzyl]piperidin-4-yl}-9H-purin-6-amine;

1-methyl-6-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-ol;

N-ethyl-N'-[1-methyl-6-(4-{[4-(2-oxo-2,3-dihydro-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-yl]urea;

N-[1-methyl-6-(4-{[4-(2-oxo-2,3-dihydro-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-yl]acetamide;

Methyl-3-amino-6-(4-{[4-(6-fluoro-1H-benzimidazol-2-yl)piperidin-1-yl]methyl}phenyl)-5-phenylfuro[2,3-b]pyridine-2-carboxylate;

5-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-6-phenyl-1,3-dihydro-2H-imidazo[4,5-b]pyridin-2-one;

5-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-6-phenyl-1H-[1,2,3]triazolo[4,5-b]pyridine; and

5-(4-{[4-(2-Methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-6-phenyl-1H-imidazo[4,5-b]pyridine;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

5. (original) The TFA salt of a compound according to Claim 1 which is:

1-{1-[4-(3-amino-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2H-benzimidazol-2-one;

1-{1-[4-(3-amino-1-methyl-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2H-benzimidazol-2-one;

1-(1-{4-[3-amino-1-(2-morpholin-4-ylethyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl]benzyl}piperidin-4-yl)-1,3-dihydro-2H-benzimidazol-2-one;

1-(1-{4-[3-amino-1-(2-hydroxyethyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl]benzyl}piperidin-4-yl)-1,3-dihydro-2H-benzimidazol-2-one;

1-[1-(4-{3-amino-1-[2-(1H-imidazol-4-yl)ethyl]-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl}benzyl)piperidin-4-yl]-1,3-dihydro-2H-benzimidazol-2-one;

1-methyl-6-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-amine;

9-{1-[4-(3-amino-1-methyl-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl)benzyl]piperidin-4-yl}-9H-purin-6-amine;

1-methyl-6-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-ol;

N-ethyl-N'-[1-methyl-6-(4-{[4-(2-oxo-2,3-dihydro-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-yl]urea;

N-[1-methyl-6-(4-{[4-(2-oxo-2,3-dihydro-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-yl]acetamide; and

Methyl-3-amino-6-(4-{[4-(6-fluoro-1H-benzimidazol-2-yl)piperidin-1-yl]methyl}phenyl)-5-phenylfuro[2,3-b]pyridine-2-carboxylate;

or a stereoisomer thereof.

6. (original) A compound according to Claim 4 which is selected from:

1-{1-[4-(3-amino-5-phenyl-1H-pyrazolo[3,4-b]pyridin-6-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2H-benzimidazol-2-one;

N-ethyl-N'-[1-methyl-6-(4-{[4-(2-oxo-2,3-dihydro-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-5-phenyl-1H-pyrazolo[3,4-b]pyridin-3-yl]urea;

Methyl-3-amino-6-(4-{[4-(6-fluoro-1H-benzimidazol-2-yl)piperidin-1-yl]methyl}phenyl)-5-phenylfuro[2,3-b]pyridine-2-carboxylate;

5-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-6-phenyl-1,3-dihydro-2H-imidazo[4,5-b]pyridin-2-one;

5-(4-{[4-(2-methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-6-phenyl-1H-[1,2,3]triazolo[4,5-b]pyridine; and

5-(4-{[4-(2-Methyl-1H-benzimidazol-1-yl)piperidin-1-yl]methyl}phenyl)-6-phenyl-1H-imidazo[4,5-b]pyridine;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

7. (original) A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 1.

8. (original) A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 4.

9-18. (Canceled)